

**HTA Solutions Ltd**  
**(formally Payroll Giving Limited)**

Report and Financial statements  
30 April 2005

Registered number: 3172472



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## Directors and advisors

### **Directors**

C.M. Lake CBE  
K.R. Hickey  
S.D. Jones  
A.E. Grahamslaw

### Secretary

K.R. Hickey

### **Registered office**

207-221 Pentonville Road  
London  
N1 9UZ

### **Bankers**

Barclays Bank plc  
Pall Mall Corporate Banking Group  
50 Pall Mall  
P.O. Box 15162  
London  
SW1A 1QB

## Directors' report

For the year ended 30 April 2005

The directors present their annual report on the affairs of the company, together with the financial statements for the year ended 30 April 2005.

### Business review

The company did not trade during the year.

The accounts for the year ended 30 April 2005 are set out on pages 3 to 8. There has been no activity during the year - the loss for 2004 was £69,472

By way of special resolution dated 17th December 2004, the company changed its name to HTA Solutions Limited, which was effected by Companies House on 25th January 2005.

### Directors and their interests

The directors who served during the year were as follows:

C.M. Lake CBE

K.R. Hickey

S.D. Jones

A.E. Grahamslaw

None of the directors have any interest in the share capital of the company.

### Statement of directors' responsibilities

United Kingdom company law requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company at the end of each financial year and of the profit or loss of the company for that period. In preparing those financial statements, the directors are required to:

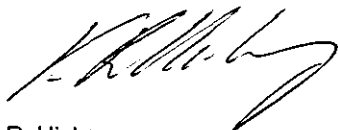
- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the accounts; and
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the accounts comply with the Companies Act 1985. They are also responsible for the system of internal control, safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

### Auditors

The company has passed an elective Resolution to dispense with the laying of accounts and annual reports before members in general meeting under the provisions of part VII of the Companies Act, 1985

By order of the Board



K.R. Hickey  
Secretary

28 July 2005

## Profit and loss account

For the year ended 30 April 2005

	Notes	2005 £	2004 £
<b>Turnover</b>		-	1,038,904
Cost of sales		-	(1,101,693)
<b>Operating (loss) profit</b>	2	-	(62,789)
Interest receivable		-	317
Interest payable on inter company loan		-	(7,000)
<b>(Loss) profit on ordinary activities before taxation</b>		-	(69,472)
Tax on profit on ordinary activities	5	-	-
<b>(Loss) profit on ordinary activities after taxation and retained profit for the financial year</b>	8	-	(69,472)
Profit and loss account brought forward		-	69,472
Profit and loss account carried forward		-	-

The company ceased trading on the 29 February 04 when the business activity was transferred to the company's immediate parent Help the Aged (Mail Order) Limited, during 2005 there has been no activities.

All recognised gains and losses have been included in the profit and loss account in 2004.

The accompanying notes form an integral part of this profit and loss account.

# Balance sheet

30 April 2005

	Notes	2005 £	2004 £
<b>Current Assets</b>			
Cash at bank and in hand		20	20
<b>Net Assets</b>		<u>20</u>	<u>20</u>
<b>Represented by:</b>			
Called-up share capital	7	20	20
<b>Equity Shareholders Fund</b>		<u>20</u>	<u>20</u>

For the year ended 30 April 2005 the company was entitled to exemption under section 249A(1) of the Companies Act 1985.

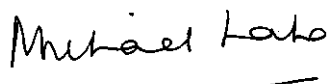
No members have required the company to obtain an audit of its accounts for the year in question in accordance with section 249B(2)

The directors acknowledge full responsibility for:

- Ensuring the company keeps accounting records which comply with section 221;
- Preparing accounts which give a true and fair view of the state of affairs of the company as of the end of its financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to the accounts, so far as applicable to the company.

The accompanying notes form an integral part of this balance sheet.

Approved by the board of directors on 28 July 2005

C.M. Lake CBE  Director

K.R. Hickey  Director

28 July 2005

## Note to the financial statements

For the year ended 30 April 2005

### 1 Accounting policies

A summary of the principal accounting policies, all of which have been applied consistently during the year and the preceding year is set out below.

#### a) *Basis of accounting*

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards.

The company has taken advantage of the exemption from the requirements of FRS 1 (Revised) "Cash flow statements", to present a cash flow statement because it is a wholly owned subsidiary of Help the Aged which prepares consolidated financial statements which are publicly available.

#### b) *Goodwill*

Goodwill has been written off when the company ceased trading.

#### c) *Income*

Income represents amounts invoiced during the year net of value added tax.

#### d) *Depreciation*

Fixed assets are depreciated at rates calculated to write off the cost of the assets over their estimated useful life as follows:

Office equipment	-	straight-line basis over five years
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The net book value of all assets held were written off and disposed of when the company ceased trading.

#### e) *Pensions*

The company contributed to a defined benefits scheme open to all employees over the age of 18. The pension scheme was governed by trustees and was separate from the company. Independent actuaries completed valuations at regular intervals, usually triennially. The expected cost of pensions was charged to the profit and loss account over the expected service lives of the employees in the scheme. The responsibility for future payments and liabilities of to the scheme was transferred to the company's immediate parent on 1 March 2004.

#### f) *Tax disclosures*

Deferred taxation is provided for in full on timing differences that result in an obligation at the balance sheet date to pay more tax, or the right to pay less tax, at a future date, at rates expected to apply when they crystallise based on current tax rates and law. Timing differences arise from the inclusion of items of income and expenditure in taxation computations in periods different from those in which they are included in financial statements. Deferred tax assets are recognised to the extent that it is regarded as more likely than not that they will be recovered. Deferred tax assets and liabilities are not discounted.

## Notes to the financial statements (continued)

For the year ended 30 April 2005

### 2 Operating profit

This is stated after charging:

	2005	2004
	£	£
Auditors' remuneration – audit fees	-	1,700
Depreciation	-	3,920
Amortisation and impairment	-	79,755
Operating lease rentals	-	13,800

### 3 Staff costs

	2005	2004
	£	£
Wages and salaries	-	460,560
Social security	-	39,913
Pensions	-	13,776
	<hr/>	<hr/>
	-	514,249
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The average number of staff employed during the year was nil (2004 – 37).

### 4 Directors emoluments

The directors of HtA Solutions Limited did not receive any emoluments for their services during the year ended 30 April 2005 (2004 - £nil).



## Notes to the financial statements (continued)

For the year ended 30 April 2005

### 5 Taxation

Current tax	2005 £	2004 £
UK Corporation tax 30% (2003:30%)	-	-
Adjustment in respect of prior year Corporation tax	-	-
Total current tax and tax on profit on ordinary activities	-	-

The tax assessed for the period is higher/lower than that resulting from applying the standard rate of corporation tax in the UK :30% (2004 30%). The differences are explained below.

	2005 £	2004 £
(Loss)/Profit on ordinary activities before tax	-	(69,472)
Corporation Tax at 30% (2004: 30%)	-	20,842
Effects of		
Expenses not deductible for tax purposes	-	(23,927)
Capital allowances in excess of depreciation	-	616
Rate differences on current tax	-	-
Group relief surrendered for nil consideration	-	(29,469)
Non-taxable income	-	31,938
Current tax charge for the year	-	-

### 6 Intangible fixed assets

	2005 £	2004 £
<b>Goodwill on acquisition</b>		
Net book value at 1 May 2004	-	79,755
Amortisation	-	(5,113)
Impairment	-	(74,642)
Net book value at 30 April 2005	-	-

# Notes to the financial statements (continued)

For the year ended 30 April 2005

## 7 Share capital

	At 1 May 2004 and at 30 April 2005 £
<i>Authorised, issued and fully paid</i>	
20 ordinary shares of £1 each	20

## 8 Reconciliation of movement in shareholders' funds

	2005 £	2004 £
Retained profit for the financial year	-	(69,472)
Opening shareholders' funds	-	69,472
Closing shareholders' funds	-	-

## 9 Parent undertaking

The directors regard Help the Aged, a registered charity and company incorporated in Great Britain and registered in England and Wales as the ultimate parent company and ultimate controlling party. Help the Aged is the parent company of the largest and smallest group of which the company is a member and for which consolidated financial statements are drawn up.

Copies of the financial statements are available to the public from Companies House Registration Office, Companies House, Crown Way, Maindy, Cardiff CF4 3UZ.

As a subsidiary undertaking of Help the Aged, the company has taken advantage of the exemption in FRS 8 "Related Party Disclosures" from disclosing transactions with other members of the group headed by Help the Aged.

## 10 Obligations under operating leases

Annual commitments under non-cancellable operating leases are as follows:

	2005 Total £	2004 Total £
Operating leases which expire		
-within two to five years	-	14,400